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FLORIDA LIMITED LIABILITY CO.  
Kim-Ngan, LLC

Certificate of Status	1
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Corporate Filing Menu

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JUL 3 2012  
T. HAMPTON

KIM-NGAN LTD., INC.  
8350 International Drive  
Orlando, Florida 32819

June 22, 2012

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: KIM-NGAN, LLC

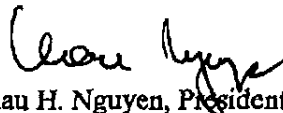
Dear Sir or Madam:

Please allow this letter to serve as consent for Kim-Ngan, LLC, a Florida limited liability company to be formed on or about June 29, 2012 (the "LLC"), to use the name "Kim-Ngan, LLC" in connection with its formation as a Florida limited liability company. After formation of the LLC, the undersigned, Kim-Ngan Ltd., Inc., a Florida corporation, Document Number P94000026907, will be merged with and into the LLC. Any potential name conflicts are hereby waived.

If you have any questions, please let me know. Thank you for your assistance.

Very truly yours,

KIM-NGAN LTD., INC.



Chau H. Nguyen, President

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**ARTICLES OF ORGANIZATION****OF****KIM-NGAN, LLC**

The undersigned, acting as the organizer of Kim-Ngan, LLC, under the Florida Limited Liability Company Act, Chapter 608, Fla. Stat., adopt, the following Articles of Organization:

**ARTICLE I - Name:**

The name of the limited liability company is Kim-Ngan, LLC (the "Company").

**ARTICLE II - Address:**

The street address and principal office of the limited liability company is 8350 International Drive, Orlando, Florida 32819, and the mailing address of the limited liability company is 468 W. Highway 436, Altamonte Springs, Florida 32714.

**ARTICLE III - Duration:**

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the Operating Agreement of the Company.

**ARTICLE IV - Management:**

The Company is to be managed by a Manager. The Manager shall be elected as described in the Operating Agreement. The name and address of the manager to serve as the initial manger until the first annual meeting of members or until their successors are elected and qualified are:

NameAddress

Chau H. Nguyen

468 W. Highway 436  
Altamonte Springs, Florida 32714**ARTICLE V - Admission of Additional Members:**

The Company shall admit new Members only upon the unanimous written consent of all then existing Members of the Company.

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**ARTICLE VI - Adoption of Operating Agreement:**

The Company shall adopt an Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization, or Chapter 608, Fla. Stat.

**ARTICLE VII - Initial Registered Agent and Office:**

The initial registered agent for the Company shall be Chau H. Nguyen, and the street address of the Company's initial registered office is 468 W. Highway 436, Altamonte Springs, Florida 32714.

**ARTICLE VIII - Amendments:**

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated in accordance with the terms of the Operating Agreement of the Company.

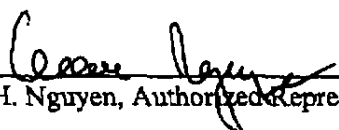
**ARTICLE IX - Indemnification:**

Each individual or entity who is or was a member or manager of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a member or manager of the Company ("Indemnitee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnitee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or the Operating Agreement of the Company, agreement, vote of Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a member, manager or officer existing at the time of such repeal or amendment.

**ARTICLE X - Continuation of Business:**

Unless dissolved in accordance with the Company's Operating Agreement, the remaining members shall continue the business of the Company, which shall not be dissolved, upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member.

IN WITNESS WHEREOF, the undersigned Authorized Representative has executed these Articles of Organization as of this 29<sup>th</sup> day of June, 2012.

  
Chau H. Nguyen, Authorized Representative

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is Kim-Ngan, LLC
2. The name and address of the registered agent and office is:

Chau H. Nguyen  
468 W. Highway 436,  
Altamonte Springs, Florida 32714.

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
\_\_\_\_\_  
Chau H. Nguyen

Dated this 29<sup>th</sup> day of June, 2012.

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